LAW OFFICES OF LOUIS E. GITOMER

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THE ADAMS BUILDING, SUITE 301 600 BALTIMORE AVENUE TOWSON, MARYLAND 21204-4022 (202) 466-6532 FAX (410) 332-0885

February 13, 2009

Honorable Anne K. Quinlan Acting Secretary Surface Transportation Board Washington, DC 20423

RECORDATION NO. (

FEB 13'09 -22

Dear Acting Secretary Quinlan:

SURFACE TRANSPORTATION BOARD

I have enclosed for efiling the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Assignment of Lease, a secondary document, dated as of February 13, 2009. The primary document to which this is connected is recorded under a new Recordation No. We request that this document be recorded under suffix "B" for the new Recordation No.

The names and addresses of the parties to the Memorandum of Assignment of Lease are:

Assignor:

Banc of America Leasing & Capital, LLC 2059 Northlake Parkway, 4 South Tucker, GA 30084

Assignee:

Wells Fargo Equipment Finance, Inc. 733 Marquette Avenue Suite 700 Minneapolis, MN 55402

A description of the equipment covered by the Memorandum of Assignment of Lease consists of 125 freight cars numbered TILX 421157-421281, inclusive.

Honorable Anne K. Quinlan February 13, 2009 Page:2

A fee of \$41.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer 600 Baltimore Avenue, Suite 301 Towson, MD 21204 Lou_Gitomer@verizon.net

A short summary of the document to appear in the index follows: Memorandum of Assignment of Lease between Banc of America Leasing & Capital, LLC, 2059 Northlake Parkway, 4 South, Tucker, GA 30084, and Wells Fargo Equipment Finance, Inc., 733 Marquette Avenue, Suite 700, Minneapolis, MN 55402, covering 125 freight cars numbered TILX 421157-421281, inclusive.

Enclosure

RECORDATION NO. 27815 PLED

FFB 13 109 -2 2 5 PM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF ASSIGNMENT OF LEASE

dated as of February 112, 2009

between

WELLS FARGO EQUIPMENT FINANCE, INC. as Assignee

and

BANC OF AMERICA LEASING & CAPITAL, LLC as Assignor

FILED WITH THE SURFACE TRANSPORTATION BOARD PURSUANT TO 49 U.S.C. §11301 on February _____, 2009 at _______m.

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE is made and entered into as of February 1, 2009, by and between WELLS FARGO EQUIPMENT FINANCE, INC. (the "Assignee") and BANC OF AMERICA LEASING & CAPITAL, LLC (the "Assignor"), with reference to the following:

Assignor, as Lessor, and Trinity Industries Leasing Company, as Lessee, have heretofore executed that certain Rail Equipment Net Leasing Agreement dated as of February 6, 2009, and, pursuant thereto, that certain Schedule No. 90005 dated February 12, 2009 (collectively, the "Lease"), pertaining to the railcars described therein and further described on Exhibit No. 1 attached hereto (the "Railcars").

Assignor, as assignor, and Assignee, as assignee, have executed that certain Assignment and Specification of Assigned Lease Schedule dated as of the date hereof to that certain Master Assignment Agreement dated as of June 7, 2005 by and between Assignor and Assignee, pursuant to which Assignor has assigned to Assignee all of its rights and obligations under the Lease with respect to the Railears.

The parties hereto wish to show for public record this Memorandum of Assignment of Lease to provide notice of such assignment.

This Memorandum of Assignment of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Assignment of Lease.

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[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Assignment of Lease to be executed as of the date first above written.

WELLS FARGO EQUIPMENT FINANCE, INC.

Name: Michael' A. Underwood Title: Assistant Vice President

BANC OF AMERICA LEASING & CAPITAL, LLC

By:______ Name: Title:

Signature Page to Monocountern of Assignment of Leure (STB - Schedule 90005)

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Assignment of Lease to be executed as of the date first above written.

WELLS FARGO EQUIPMENT FINANCE, INC.

Name: Title: BANC OF AMERICA LEASING & CAPITAL, LLC	Title:	u: & t'	ADIT AT	
BANC OF AMERICA LEASING & CAPITAL, LLC	BANC OF AMERICA LEASING & CAPITAL, LLC	u: &. t'	VDIE VI	
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STATE OF MINISOLU)
COUNTY OF HEAREDIA) 88.
I HEREBY CERTIFY, that on this // day of February, 2009, before me, the undersigned, a Notary Public of the State of // Apple 14 personally appeared Michael A. Underwood , who acknowledged himself to be the kenistant Vice President of WELLS FARGO EQUIPMENT FINANCE, INC., known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized figs. Stant Vice President of said company by signing the name of the company by himself as the figure vice for the purposes.
AS WITNESS my hand and notarial seal.
Makelle & Rivon Notary Public
My commission expires: 131,7010. STATE OF WINNESOTA STATE OF WINNESOT
I HEREBY CERTIFY, that on this day of February, 2009, before me, the undersigned, a Notury Public of the State of personally appeared who acknowledged himself to be the of BANC OF AMERICA LEASING & CAPITAL, LLC, known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized
of said company by signing the name of the company by himself as the
AS WITNESS my hand and notarial seal.
Notary Public
My commission expires:

Signature Page to Memorandum of Assignment of Leave (STB - Schedule 90005)

	STATE OF) ss.
COUNTY OF)
undersigned, a Notary Public of the , who of WFLLS FARGO EQUIPMEN person whose name is subscribed to same for the purposes therein cont	hat on this day of February, 2009, before me, the estate of, personally appeared acknowledged himself to be the I FINANCE, INC., known (or satisfactorily proven), to be the of the within instrument, and acknowledged that he executed the ained as the duly authorized ne of the company by himself as the
AS WITNESS my hand and	I notarial seál.
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undersigned, a Notary Public of the house who of BANC OF AMERICA LEASING person whose name is subscribed to same for the purposes therein contains	nat on this ATM day of February. 2009, before me, the State of MARKAGARITE. personally appeared acknowledged himself to be the VICE. PRESIDENT. (i.& CAPITAL, LLC, known (or satisfactorily proven), to be the o the within instrument, and acknowledged that he executed the ained as the duly authorized VICE PRESIDENT.
AS WITNESS my hand and	notarial seal.
	Notary Public
My commission expires: 🐠 🏄 💔	194

EXHIBIT NO. 1 TO MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT

DESCRIPTION OF RAILCARS

Asset Mark	<u>Càr Type</u>	Description of Assets
	ı	
TILX421157	freight	4,207 of Rapid Dischg OTH Coal Cars
TILX421158	Freight	4,207 of Rapid Dischg OTH Coal Cars
TILX421159	Freight	4,207 of Rapid Dischg OTH Coal Cars
TILX421160	Freight	4,207 of Rapid Dischg OTH Coal Cars
TILX421161	Freight	4,207 of Rapid Dischg OTH Coal Cars
TILX421162	Freight	4,207 of Rapid Dischg OTH Coal Cars
TILX421163	Freight	4,207 of Rapid Dischg OTH Coal Cars
TILX421164	Freight	4,207 of Rapid Dischg OTH Coal Cars
T1LX421165	Freight	4,207 of Rapid Dischg OTH Coal Cars
TILX421166	Freight	4,207 of Rapid Dischg OTH Coal Cars
TILX421167	Freight	4,207 of Rapid Dischg OTH Coal Cars
TILX421168	Freight	-4,207 of Rapid Dischg OTH Coal Cars
TILX421169	Freight	4,207 cf Rapid Dischg OTH Coal Cars
TILX421170	Freight	4,207 of Rapid Dischg OTH Coal Cars
TIĻX421171	Freight	4,207 of Rapid Dischg O'll Coal Cars
TILX421172	Freight	4,207 of Rapid Dischg OTH Coal Cars
TILX421173	Freight	4,207 cl Rapid Dischg OTH Coal Cars
TILX421174	Freight	4,207 cl' Rapid Dischg OTH Coal Cars
TILX421175	Freight	4,207 cf Rapid Dischg OTH Coal Cars
TILX421176	Freight	4,207 of Rapid Dischg OTH Coal Cars
TILX421177	Freight	4.207 of Rapid Dischg OTH Coal Cars
TILX421178	Freight	4,207 of Rapid Dischg OTH Coal Cars
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TILX421180	Freight	4,207 of Rapid Dischg OTH Coal Cars
TILX421181	Freight	4,207 of Rapid Dischg OTH Coal Cars
TILX421182	Freight	4,207 of Rapid Diseng OTH Coal Cars
TILX421183	Freight	4,207 of Rapid Diseng OTH Coal Cars
TILX421184	Freight	4,207 of Rapid Dischg OTH Coal Cars
TILX421185	Freight	4,207 of Rapid Dischg OTH Coal Cars
TILX421186	Freight	4,207 of Rapid Dischg OTH Coal Cars
TILX421187	Freight	4,207 of Rapid Dischg OTH Coal Cars
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T1LX421189	Freight	4,207 of Rapid Dischg OTH Coal Cars
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